

***THE
GREENBRIER
COMPANIES***

The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

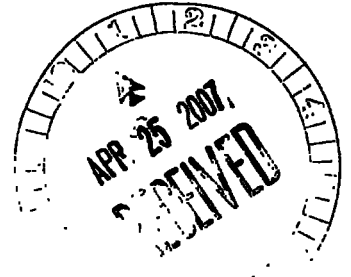
RECORDATION NO. 26937-A FILED

April 20, 2007

APR 25 '07

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SURFACE TRANSPORTATION BOARD



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement for Schedule No. 2 dated October 1, 2006, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This document relates to the Lease Agreement dated as of May 1, 2006, which is being filed at the Surface Transportation Board at the same time this Memorandum for Schedule No. 2 is being filed.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Longview Fibre Paper and Packaging, Inc.
300 Fibre Way
Longview, Washington 98632

A description of the railroad equipment covered by the enclosed document is:

One hundred five (105) 1971- to 1972-built, 6,000 to 6,810 cubic foot woodchip gondola railcars marked and numbered in the series GBRX 34400 through GBRX 34580, non-inclusive, more particularly described on the Railcar List attached to the enclosed Memorandum of Lease.

Also enclosed is a payment of \$34 payable to the order of the Surface Transportation Board covering the required recordation fee.

Mr. Vernon A. Williams

April 20, 2007

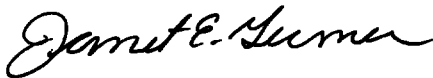
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Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

A short summary of the enclosed primary document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 2 dated as of October 1, 2006, between Greenbrier Leasing Company LLC, Lessor, and Longview Fibre Paper and Packaging, Inc., Lessee.

Sincerely,

A handwritten signature in cursive script, reading "Janet E. Germer".

Janet E. Germer
Executive Assistant

JEG
Enclosure

cc: Robert W. Alvord, Esq.

APR 25 '07

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

LONGVIEW FIBRE PAPER AND PACKAGING, INC. ("LESSEE")

MAY 1, 2006

SCHEDULE NO. 2

OCTOBER 1, 2006

Memorandum of Schedule No. 2 dated October 1, 2006 to a Lease Agreement made and entered into as of May 1, 2006 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and Longview Fibre Paper and Packaging, Inc., a Washington corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor, one hundred five (105) 1971- to 1972-built, 6,000 to 6,810 cubic foot woodchip gondola railcars bearing marks and numbers as indicated in the attached Rail Equipment List.
2. Schedule No. 2 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 2, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective officers as of the date and year first above written.

LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: Norris M. Webb

NAME: Norris M. Webb

TITLE: Executive Vice President

LESSEE:

LONGVIEW FIBRE PAPER AND PACKAGING, INC.

BY: R. H. Wollenberg

NAME: R. H. Wollenberg

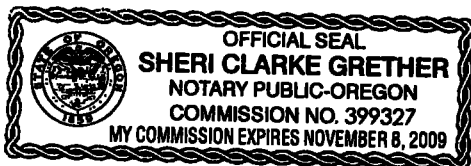
TITLE: President, CEO and Chairman

STATE OF OREGON

)
) ss.
)

COUNTY OF CLACKAMAS

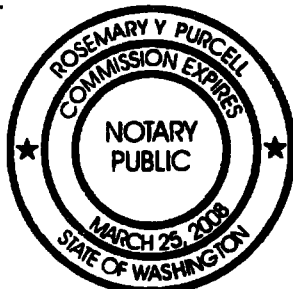
On this 23 day of April, 2007, before me personally appeared Norris M. Webb, to me personally known, who being by me duly sworn, says that s/he is the Executive Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and ~~she~~ acknowledged that the execution of the said instrument was ~~her~~ or his free act and deed.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: 11-8-2009

STATE OF Washington)
COUNTY OF Cowlitz) ss.
)

On this 19th day of April, 2007, before me personally appeared R.H. Wollenberg, to me personally known, who being by me duly sworn, says that s/he is the President CEO, Chroma of Longview Fibre Paper and Packaging, Inc. and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Rosemary Y. Purcell
NOTARY PUBLIC
My commission expires: 3-25-2008

RAIL EQUIPMENT LIST

Mark	Number	Mark	Number	Mark	Number
GBRX	34400	GBRX	34449	GBRX	34570
GBRX	34401	GBRX	34450	GBRX	34571
GBRX	34402	GBRX	34451	GBRX	34572
GBRX	34404	GBRX	34452	GBRX	34573
GBRX	34405	GBRX	34453	GBRX	34574
GBRX	34406	GBRX	34454	GBRX	34575
GBRX	34407	GBRX	34455	GBRX	34576
GBRX	34408	GBRX	34456	GBRX	34577
GBRX	34409	GBRX	34457	GBRX	34578
GBRX	34410	GBRX	34458	GBRX	34579
GBRX	34411	GBRX	34459	GBRX	34580
GBRX	34412	GBRX	34460	Total	105 Cars
GBRX	34413	GBRX	34461		
GBRX	34414	GBRX	34462		
GBRX	34415	GBRX	34463		
GBRX	34416	GBRX	34464		
GBRX	34418	GBRX	34465		
GBRX	34419	GBRX	34466		
GBRX	34420	GBRX	34467		
GBRX	34421	GBRX	34468		
GBRX	34422	GBRX	34469		
GBRX	34423	GBRX	34470		
GBRX	34424	GBRX	34471		
GBRX	34425	GBRX	34472		
GBRX	34426	GBRX	34473		
GBRX	34427	GBRX	34474		
GBRX	34428	GBRX	34549		
GBRX	34429	GBRX	34550		
GBRX	34430	GBRX	34551		
GBRX	34431	GBRX	34552		
GBRX	34432	GBRX	34553		
GBRX	34433	GBRX	34554		
GBRX	34434	GBRX	34555		
GBRX	34435	GBRX	34556		
GBRX	34436	GBRX	34557		
GBRX	34437	GBRX	34558		
GBRX	34438	GBRX	34559		
GBRX	34439	GBRX	34560		
GBRX	34440	GBRX	34561		
GBRX	34441	GBRX	34562		
GBRX	34442	GBRX	34563		
GBRX	34443	GBRX	34564		
GBRX	34444	GBRX	34565		
GBRX	34445	GBRX	34566		
GBRX	34446	GBRX	34567		
GBRX	34447	GBRX	34568		
GBRX	34448	GBRX	34569		